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14 UNITED STATES DISTRICT COURT

15 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

16 VLAD TSYN, DANIEL SILBERMANN,  
17 LORI BAGWELL, and CATHERINE  
HORAN-WALKER individually and on  
18 behalf of all others similarly situated,

19 Plaintiffs,

20 vs.

21 WELLS FARGO ADVISORS, LLC,

22 Defendant.  
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Case No. 14-cv-02552-LB

~~PROPOSED~~ ORDER ON PLAINTIFF'S  
ADMINISTRATIVE MOTIONS TO FILE  
UNDER SEAL

Judge: Hon. Laurel Beeler  
Crtrm.: C

Pursuant to Civil Local Rule 79-5, and good cause and compelling reasons appearing (*see Kamakana v. City & County of Honolulu*, 477 F.3d 1172, 1179-80 (9th Cir. 2006)), Plaintiff Vlad Tsyn's Administrative Motions to Seal Records (ECF Nos. 78, 80), filed on December 18, 2015, in conjunction with the Declaration of Edward J. Wynne (the "Wynne Declaration") (ECF No. 78-1) and the Declaration of James F. Clapp (ECF No. 80-1) are hereby **GRANTED** as follows:

Per the Declaration of Ruth Vitale (ECF No. 82), **Exhibits 8-11** to the Clapp Declaration and **Exhibits 33-34** to the Wynne Declaration contain excerpts from Wells Fargo Advisors, LLC's ("WFA") Wealth Brokerage Services Supervisory Guide. Ms. Vitale's declaration establishes that this Supervisory Guide is proprietary and accessible to and shared with only WFA personnel, and that, if disclosed to the public generally, it would reveal the manner in which WFA endeavors to comply with its regulatory obligations and could be exploited by WFA's competitors. Specifically, WFA's competitors would gain insight into WFA's internal business strategies and the ways in which WFA has designed its policies and practices. As Ms. Vitale declares, the Supervisory Guide is designed for internal business purposes and is not widely circulated or available to individuals outside of WFA. Although Plaintiff has quoted from portions of the Supervisory Guide, WFA has requested that the portions of the document not quoted remain sealed, asserting that public disclosure of the unquoted content (particularly in its entirety), created for internal use, would give third-parties insights into confidential and sensitive aspects of WFA's operations and deprive WFA of its investment in working to develop its internal policies and procedures. *See Network Appliance, Inc. v. Sun Microsystems Inc.*, Case No. 07-06053, 2010 WL 841274, \*9 (N.D. Cal. Mar. 10, 2010) (sealing "internal information regarding [defendant's] business strategies and opportunities that were not widely distributed").

Per the Declaration of Mari Overbeck (ECF No. 83), **Exhibits 13-14** and **18-19** to the Clapp Declaration contain excerpts from WFA employee emails. Ms. Overbeck's declaration establishes that portions of these emails were redacted by WFA prior to their production to Plaintiff to protect the personal information of current and former WFA employees who have not sought to make their identities or personal information known or placed in the public record. The

1 remaining (unredacted) information in these emails contains sensitive employee  
 2 compensation/production data that reveals working month-to-date and year-to-date production  
 3 rates—information that is not generally available to the public and that, if exposed, could reveal  
 4 WFA’s long-term financial projections and market position and general business strategies. The  
 5 Court likewise finds that there is good cause to seal these exhibits. *See Nettles v. Farmers Ins.*  
 6 *Exch.*, No. 06-5164, 2007 WL 858060, \*2 (W.D. Wash. Mar. 16, 2007).

7 Other documents cited by Plaintiff in **Exhibit 17** to the Clapp Declaration were  
 8 previously sealed by the Court (ECF No. 63), and for the reasons set forth in that prior Order, the  
 9 documents comprising Exhibit 17 to the Clapp Declaration shall remain sealed.

10 Because the excerpts of other documents cited by Plaintiff in Exhibits 12, 15, and  
 11 16 to the Clapp Declaration do not contain confidential information (*see* Declaration of Mari  
 12 Overbeck (ECF No. 83)), those excerpts shall remain unsealed and may be filed on the public  
 13 record.


14 In sum, the exhibits to be sealed include:

- 15 • **Exhibit 8** to the Clapp Declaration, WBS Supervisory Guide excerpts  
 16 (Bates WF\_TSYN0011695-0011703);
- 17 • **Exhibit 9** to the Clapp Declaration, WBS Supervisory Guide excerpts  
 18 (Bates WF\_TSYN0011704-0011707);
- 19 • **Exhibit 10** to the Clapp Declaration, WBS Supervisory Guide excerpts  
 20 (Bates WF\_TSYN0011786-0011787);
- 21 • **Exhibit 11** to the Clapp Declaration, WBS Supervisory Guide excerpts  
 22 (Bates WF\_TSYN0011816-0011817);
- 23 • **Exhibit 13** to the Clapp Declaration, email from Daniel Hilken (Bates  
 24 WF\_TSYN001450);
- 25 • **Exhibit 14** to the Clapp Declaration, January 25, 2010 Email string (Bates  
 26 WF\_TSYN0014511-0014512);
- 27 • **Exhibit 17** to the Clapp Declaration, excerpts from the Gateway Program  
 28 (Bates WF\_TSYN0016816-7 and WF\_TSYN0016816-10);
- **Exhibit 18** to the Clapp Declaration, email from Daniel Hilken (Bates  
 WF\_TSYN0019480);

- **Exhibit 19** to the Clapp Declaration, email from Daniel Hilken (Bates WF\_TSYN0019722-0019723);
- **Exhibit 33** to the Wynne Declaration, WBS Supervisory Guide excerpts (Bates WF\_TSYN0011704-0011707);
- **Exhibit 34** to the Wynne Declaration, WBS Supervisory Guide excerpts (Bates WF\_TSYN0011707-11709, 11717, 11722-11724, 11728, 11735-11739, 11741-11742, 11763, 11772, 11816, 11819, 11931).

IT IS SO ORDERED.

DATED: December 23, 2015



Honorable Laurel Beeler  
United States Magistrate Judge